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Signed and Filed: February 21, 2019

A handwritten signature in black ink, reading "Hannah L. Blumenstiel", is written over a horizontal line.

HANNAH L. BLUMENSTIEL
U.S. Bankruptcy Judge

Attorneys for Archer Norris, a
Professional Law Corporation, Debtor-in-
Possession

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

ARCHER NORRIS, a Professional
Law Corporation,

Debtor-In-
Possession.

CASE NO. 18-30924-HLB

Chapter 11

Date: February 14, 2019
Time: 10:00 a.m.
Place: 450 Golden Gate Avenue
Courtroom 19
San Francisco, CA 94102
Judge: Honorable Hannah L. Blumenstiel

**ORDER CONFIRMING JOINT PLAN OF LIQUIDATION PROPOSED BY THE
DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
(DATED: FEBRUARY 12, 2019)**

A hearing was held on February 14, 2019 (the "Confirmation Hearing"), for the Court to consider confirmation of the Joint Plan of Liquidation Proposed by the Debtor and the Official Committee of Unsecured Creditors (Dated: February 12, 2019) (Dkt. No. 257) ("Plan") jointly proposed by Archer Norris, a Professional Law Corporation ("Archer Norris" or the "Debtor") and the Official Committee of Unsecured Creditors (the "Committee") in the above-referenced case.¹ Appearances at the Confirmation Hearing were noted on the record. Findings of fact and

¹ All terms which are not defined in this Order shall have the definitions assigned to such terms in the Plan.

1 conclusions of law were stated on the record.

2 The Court having considered the Plan, the voting on the Plan and all other evidence
3 submitted in support of confirmation of the Plan, including the declaration filed on February 1,
4 2019, as Docket Number 240, the memorandum of points and authorities in support of
5 confirmation filed on February 7, 2019, as Docket Number 247, the declarations filed on
6 February 7, 2019, as Docket Numbers 247-1 and 247-2, the complete record in this case, and the
7 statements, arguments and representations of the parties made at the Confirmation Hearing;
8 having concluded that all of the requirements of Section 1129 of the Bankruptcy Code necessary
9 for confirmation of the Plan have been satisfied; and having determined that proper notice of the
10 Plan and the Confirmation Hearing was given, the objection to confirmation of the Plan filed by
11 Macy's, Inc. having been withdrawn, and after due deliberation and good and sufficient cause
12 appearing therefor,

13 IT IS HEREBY ORDERED:

14 1. The Plan, and each of its provisions, is confirmed in its entirety according to its
15 terms and conditions.

16 2. On the Effective Date, the terms of the Plan shall bind the Debtor, the Liquidating
17 Manager, the Committee, the Post-Confirmation Committee, all Creditors and the Debtor's
18 Shareholders, whether or not such Creditors or the Debtor's Shareholders have filed proofs of
19 Claim or Interest in the Chapter 11 Case, whether or not the Claims of such Creditors or the
20 Interests of the Debtor's Shareholders are impaired under the Plan, and whether or not such
21 Creditors or the Debtor's Shareholders have accepted or rejected the Plan.

22 3. The Debtor and the Committee are authorized and empowered to take all actions
23 necessary or appropriate to consummate the transactions contemplated by the Plan, to implement
24 the Plan and to consummate the Plan.

25 4. On the Effective Date, Kyle Everett shall serve as the Plan Administrator without
26 further order of the Bankruptcy Court and shall have the rights, powers and privileges expressly
27 provided in the Plan.

28 5. From the Effective Date until all Retained Assets are fully administered, and

1 except as otherwise provided by the Plan, all entities who have held, hold or may hold Claims
2 against or Interests in the Debtor or the Estate that arose prior to the Effective Date are enjoined
3 from taking legal action against the Liquidating Debtor for the purpose of directly or indirectly
4 collecting, recovering, or receiving payment or recovery with respect to any Claim or demand
5 against the Debtor or the Estate.

6 6. In accordance with Section 11.4 of the Plan, under Section 1146(a) of the
7 Bankruptcy Code, any transfers of property pursuant hereto shall not be subject to any document
8 recording tax, stamp tax, conveyance fee, intangibles or similar tax, mortgage tax, stamp act, real
9 estate transfer tax, sales or use tax, mortgage recording tax, or other similar tax or governmental
10 assessment, and upon entry of the Confirmation Order, the appropriate state or local
11 governmental officials or agents shall forgo the collection of any such tax or governmental
12 assessment and accept for filing and recordation any of the foregoing instruments or other
13 documents pursuant to such transfers of property without the payment of any such tax,
14 recordation fee, or governmental assessment.

15 7. Pursuant to Federal Rule of Bankruptcy Procedure 3020(c), the Debtor shall
16 promptly cause to be served notice of entry of this Confirmation Order as provided in Federal
17 Rule of Bankruptcy Procedure 2002(f) to all creditors, equity security holders and other parties in
18 interest.

19 8. The time to assume or reject the Executory Contract between Archer Norris and
20 NetVoyager Corporation dba NetDocuments ("NetDocuments Contract") shall be extended to the
21 Effective Date, and the NetDocuments Contract will not be rejected on the Confirmation Date
22 notwithstanding language in Plan section 7.1 to the contrary.

23 9. The failure to reference or discuss any particular provision of the Plan in this
24 Confirmation Order shall have no effect on the validity, binding effect and enforceability of such
25 provision, and such provision shall have the same validity, binding effect and enforceability as
26 every other provision of the Plan, including those referenced in this Confirmation Order.

27 10. Notwithstanding entry of this Confirmation Order, the Court shall retain
28 jurisdiction to facilitate performance of the Plan by entering any further necessary order regarding

1 interpretation or enforcement of the Plan and as provided for in Article X of the Plan.

2 APPROVED AS TO FORM:

3 BUCHALTER

4 By: /s/Jeannie Kim
JEANNIE KIM
5 Attorneys for Macy's, Inc.

6 LOCKE LORD LLP

7 By: /s/Michael B. Kind
MICHAEL B. KIND
8 Attorneys for Columbia Casualty Company

9 UNITED STATES DEPARTMENT OF JUSTICE

10 By: /s/Lynette Kelly
LYNETTE KELLY
11 Trial Attorney, United States
12 Trustee for Region 17

BINDER & MALTER, LLP

13 By: /s/Robert G. Harris
14 ROBERT G. HARRIS
Attorneys for the Official Unsecured
15 Creditors' Committee

16 JEFFER MANGELS BUTLER & MITCHELL LLP

17 By: /s/Robert B. Kaplan
18 ROBERT B. KAPLAN
Attorneys for MUFG UNION BANK, N.A.

19 ##END OF ORDER##
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